

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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In re: PROMESA
THE FINANCIAL OVERSIGHT AND Title III
MANAGEMENT BOARD FOR PUERTO RICO, No. 17 BK 3283-LTS
as representative of (Jointly Administered)
THE COMMONWEALTH OF PUERTO RICO, *et al.*,
Debtors.¹
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**DEBTORS' URGENT UNOPPOSED MOTION
FOR LEAVE TO FILE OBJECTION UNDER SEAL**

To the Honorable United States Magistrate Judge Judith G. Dein:

The Commonwealth of Puerto Rico (the “Commonwealth”), the Puerto Rico Sales Tax Financing Corporation (“COFINA”), the Puerto Rico Highways and Transportation Authority (“HTA”), the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”), and the Puerto Rico Electric Power Authority (“PREPA,” and together with the Commonwealth, COFINA, and HTA, the “Debtors”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the Debtors’ representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability*

¹ The Debtors in these title III cases, along with each Debtor’s respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566(LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK- 3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), and (iv) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

*Act (“PROMESA”),² hereby submits this *Urgent Unopposed Motion to For Leave to File Objection Under Seal (“Urgent Motion”)* seeking entry of an order permitting Debtors to (1) publicly file, with confidential information redacted, Debtors’ objection (along with accompanying exhibits) to the *Renewed Motion of Official Committee of Unsecured Creditors for Entry of Order, Under Bankruptcy Rule 2004, Authorizing Discovery Program With Respect to Certain Causes of Puerto Rico Financial Crisis Beginning on August 15, 2018* [ECF. No. 3066] (the “Renewed Motion”) of the Official Committee of Unsecured Creditors (the “UCC”); and (2) file unredacted version of the objection under seal.*

Jurisdiction and Venue

1. The United States District Court for the District of Puerto Rico (the “Court”) has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a).
2. Venue is proper pursuant to PROMESA section 307(a).
3. The statutory basis for the relief requested herein is found in sections 105(a) of the Bankruptcy Code and Bankruptcy Rule 9018, made applicable to the title III cases by sections 301(a) and 310 of PROMESA, and Local Rule 9018-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of Puerto Rico (the “Local Rules”).

Relief Requested

4. On May 15, 2018, the UCC publicly filed a redacted version of the Renewed Motion. That same day, the UCC filed an urgent, unopposed motion to file a full, unredacted version of the Renewed Motion under seal. ECF No. 3067. The Court entered an order granting the motion to seal on May 17, 2018. ECF No. 3085.

² PROMESA has been codified in 48 U.S.C. §§ 2101–2241.

5. Pursuant to the *Fourth Amended Case Management Procedures* [ECF No. 2839-1], the Debtors' objection to the Renewed Motion (the "Objection") is due this Tuesday, May 22, 2018 at 4:00 p.m. AST.

6. The full, unredacted version of the Objection contains information regarding the ongoing investigation being performed by the independent investigator (the "Independent Investigator") retained by the Oversight Board. That information is subject to numerous nondisclosure and confidentiality agreements and concerns matters which would impact the integrity of the investigative process. As such, while the Debtors oppose the substantive relief sought by the UCC in the Renewed Motion, the parties agree that the full, unredacted version of the Objection should be filed under seal and only the redacted version of the Objection be kept in the public file.

7. The Debtors accordingly request that the Court grant the Urgent Motion and allow the Debtors to file under seal the full, unredacted version of the Objection. *See* Bankruptcy Rule 9018 (the court may "make any order which justice requires" in order to, among other things, "protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information" or to "protect governmental matters that are made confidential by statute or regulation"). Copies of the full, unredacted Objection may be shared only with the Debtors, UCC, Official Committee of Retirees and Puerto Rico Fiscal Agency and Financial Advisory Authority ("AAFAF").

**Certification in Compliance with
the Fourth Amended Case Management Procedures and Local Rule 9013-1**

8. Pursuant to Local Rule 9013-1 and paragraph I.H of the Fourth Amended Case Management Procedures, the Debtors hereby certify that they have (a) carefully examined the matter and concluded that there is a true need for an urgent hearing; (b) not created the urgency

through any lack of due diligence; (c) made a bona fide effort to resolve the matter without a hearing; (d) made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought to the Court; and (e) counsel for Defendants have conferred with counsel for UCC, and the UCC does not oppose the relief requested herein.

9. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

WHEREFORE the Debtors respectfully request that the Court enter an order permitting them to file certain materials under seal.

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Dated: May 21, 2018
San Juan, Puerto Rico

/s/ Herman D. Bauer

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CERTIFICATE OF SERVICE

I hereby certify that, on this same date, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notifications of such filing to all CM/ECF participants in this case.

/s/ Herman D. Bauer

Hermann D. Bauer

Exhibit A

Proposed Order

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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**ORDER GRANTING DEBTORS URGENT
UNOPPOSED MOTION FOR LEAVE TO FILE OBJECTION UNDER SEAL**

Upon consideration of the *Debtors' Urgent Unopposed Motion to File Objection Under Seal* (the “Urgent Motion”),² the Court hereby FINDS AND DETERMINES that (i) the Court has jurisdiction to consider the Urgent Motion and the relief requested therein pursuant to PROMESA section 310; (ii) venue is proper before this Court pursuant to PROMESA section 307(a); (iii) due and proper notice of this Urgent Motion has been provided under the particular circumstances and no other or further notice need be provided; (iv) based on the statements and arguments made in the Urgent Motion, the Court finds that

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² Capitalized terms not defined herein shall have the same meaning given to them in the Objection.

it is appropriate for the Debtors to file under seal an unredacted version of the Objection.

Accordingly, it is hereby ORDERED THAT:

1. The Debtors are authorized to file under seal an unredacted version of the Objection.
2. The Clerk of Court will provide the Debtors, the UCC, the Official Committee of Retirees, and Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”) access to the sealed materials through their counsel of record.

Dated: May , 2018

HON. JUDITH G. DEIN
UNITED STATES MAGISTRATE JUDGE